

Bell Atlantic Network Services, Inc.
1320 North Court House Road
Eighth Floor
Arlington, VA 22201
703 974-1600 Fax 703 974-0775
E-Mail: 74577.2026@compuserve.com

John Thorne
Senior Vice President & Associate General Counsel

DOCKET FILE COPY ORIGINAL

June 9, 1998



By Hand
Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
1919 M Street, NW
Washington, DC 20054

ORIGINAL
RECEIVED

JUN - 9 1998

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: In the Matter of Application of WorldCom, Inc. and MCI Communications Corporation for Transfer of Control of MCI Communications Corporation to WorldCom, Inc., CC Docket No. 97-211

Dear Ms. Salas:

Enclosed are the signed Acknowledgments of Confidentiality of counsel for Bell Atlantic in the above-referenced case.

Sincerely,

A handwritten signature in black ink, appearing to be "John Thorne", written over a horizontal line.

(served by hand)
cc: Catherine Brown
Michelle Carey
Michael H. Salsbury
Mary L. Brown
Larry A. Blosser
Andrew D. Lipman
Michael Fleming
Jean L. Kiddoo
Catherine R. Sloan
Robert S. Koppel
Anthony Epstein
John Morris
Ian Gershengorn

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APPENDIX B

ACKNOWLEDGMENT OF CONFIDENTIALITY

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding and I understand it. I agree that I am bound by this Order and that I shall not disclose or use documents or information designated as "CONFIDENTIAL INFORMATION" or any information gained therefrom except as allowed by the Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as counsel to a party or other person described in paragraph 3 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the order.

Executed at ARLINGTON, VA this 8 day of JUNE, 1998.


Signature

Asst. Gen. Counsel
Title

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Executed at Arlington, VA this 8th day of June, 1998.

Sarah Deutsch
Signature

Intellectual Property Counsel
Title

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Signature

SVP & Deputy GC

Title

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Executed at Arlington, VA this 8 day of June, 1998.

Kenneth J. Kent
Signature
[Signature]
Title

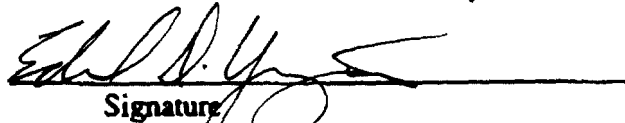
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Executed at Chilington, VA this 8 day of June, 1998.


Signature

Sr. Vice President + Assoc Gen Counsel
Title

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Signature

Legal Assistant
Title

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Executed at Arlington VA this 8th day of June 1998.

Robert H. Esiff
Signature

Antitrust Counsel
Title